

## **Index To Volumes 26 And 27 (2002-2003)**

### **AUTHORS, SUBJECTS, and FORMS**

Numbers following each item represent: **Volume—Issue Number—Page**

See [www.ali-aba.org/aliaba/sarticles.htm](http://www.ali-aba.org/aliaba/sarticles.htm) to search for articles from prior years of this periodical. Outlines from the *ALI-ABA Business Law Course Materials Journal* from February 2000 (Volume 24, No. 1) forward are available online at [www.ali-aba.org](http://www.ali-aba.org)

#### **AUTHORS**

- Allecta, Julie**—Investment Company Shareholder Meetings and Shareholder Voting. 26, 6, 5.
- Ball, Corinne and Kane, John K.**—How To Handle Corporate Distress Sale Transactions. 27, 2, 23.
- Berglund, Brian W. and Winn, Jennifer L.**—Employee Benefit Aspects of the Sarbanes-Oxley Act of 2002 (with Form). 27, 5, 19.
- Carvell, D. Wade, and Houser, Barbara J.**—Section 363 Issues—Acquiring Troubled Companies and Assets. 26, 1, 35 (Part 1); 26, 2, 25 (Part 2).
- Cowart, Greta E.**—HIPAA Standards for Electronic Transactions. 27, 5, 49.  
—HIPAA's Final Security Regulations For Electronic Protected Health Information (With Charts). 27, 6, 5.
- Duff, David A.**—What Kind of Plan Does a Small Business or Professional Client Need?. 27, 3, 27.
- Ellis, Edward T.**—Protection of Intangible Business Assets: Trade Secrets in the Age of Federal Computer Legislation. 27, 1, 41.
- Eracleous, Elena, and Sirkin, Michael S.**—Dealing with Golden Parachutes Immediately Before and After the Deal Closes. 26, 5, 5.
- Fleming, Joseph Z.**—The Sarbanes-Oxley Act of 2002, Whistleblowing and Other Areas of Concern for Employers. 27, 4, 43.
- Ford, Gary M., and Prame Michael J.**—Bankruptcy And Defined Benefit Pension Plans. 27, 6, 45.
- Germain, Kenneth B.**—Guess What? Fair Use Isn't, Disparagement Is, And Parody Might Be Trademark Infringement. 27, 6, 35.
- Gilkerson, Christopher**—Internet Communications Between Broker-Dealers and Their Clients. 26, 5, 37.

- Gold, Joshua**—Insurance Coverage for Internet and Computer-Related Claims. 26, 2, 5.
- Guttenberg, Jeleen, Lawson, Michael A., and Soh, Rhan**—Dealing with Employee Benefits and Executive Compensation Issues in Mergers. 27, 4, 5.
- Hausman, Alan and Miller, Robert**—Disaster and Emergency Planning. 27, 1, 5.
- Hiatt, Constance M.**—Current Issues and Procedures for Section 401(K) Plans. 26, 2, 45.
- Hoffman, Sally L.**—The CPA's Professional Standards: What Are They? Who Sets Them? What Are the Key Issues Today? 26, 3, 5.
- Hoffman, Susan Katz**—ERISA Enforcement of Nonqualified Executive Compensation Arrangements. 26, 1, 21.
- Houser, Barbara J., and Carvell, D. Wade**—Section 363 Issues—Acquiring Troubled Companies and Assets. 26, 1, 35 (Part 1); 26, 2, 5 (Part 2).
- Kane, John K. and Ball, Corrine**—How To Handle Corporate Distress Sale Transactions. 27, 2, 23.
- Kepchar, Karol A.**—Selecting and Searching Trademarks. 27, 5, 5.
- Lawson, Michael A., Guttenberg, Jeleen, and Soh, Rhan**—Dealing with Employee Benefits and Executive Compensation Issues in Mergers. 27, 4, 5.
- Levine, Stuart**—A Model Limited Liability Operating Agreement. 26, 6, 21.
- Lipton, Richard M.**—New Rules Likely to Increase Use of Tenancy-in-Common Ownership in Like-Kind Exchanges. 27, 2, 39.
- Lybecker, Martin E.**—Bank Securities, Mutual Fund, and Common Trust Fund Provisions of the Gramm-Leach-Bailey Act. 27, 3, 5.
- Mahaffey, Sylvia M. and Peyser, Lilyanna L.**—Regulation D Offerings and the Internet. 27, 3, 39.
- Makens, Hugh H.**—Private Placement Due Diligence Checklists. 27, 4, 29.
- Miller, Robert and Hausman, Alan**—Disaster and Emergency Planning. 27, 1, 5.
- Mugdan, Walter E.**—The Small Business Liability Relief and Brownfields Revitalization Act. 26, 4, 5.
- Panken, Peter M., and Rasnick, Lauri F.**—Wage Hour Laws: Avoiding the Quicksand and Land Mines. 26, 4, 31.
- Perdue, Pamela D.**—Retirement Plans for Corporate Directors, Consultants, and Other Self-Employed Individuals. 27, 2, 5.
- Peyser, Lilyanna L.**—Regulation D Offerings and the Internet. 27, 3, 39.

- Prame, Michael J., and Ford, Gary M.**—Bankruptcy And Defined Benefit Pension Plans. 27, 6, 45.
- Rasnick, Lauri F. and Panken, Peter M.**—Wage Hour Laws: Avoiding the Quicksand and Land Mines. 26, 4, 31.
- Rothschild, Gita F.**—Resolving Environmental Insurance Claims: Key Issues from the Policyholder's Perspective. 26, 1, 5.
- Schler, Michael L.**—Consolidated Return Issues for Buyers and Sellers in M&A Transactions. 27, 1, 15.
- Sirkin, Michael S., and Eracleous, Elena**—Dealing with Golden Parachutes Immediately Before and After the Deal Closes. 26, 5, 5.
- Smith, Edwin E.**—Sample Form of Revised UCC Article 9 Security Agreement and Perfection Certificate. 26, 3, 37.
- Soh, Rhan, Lawson, Michael A., and Guttenberg, Jeleen**—Dealing with Employee Benefits and Executive Compensation Issues in Mergers. 27, 4, 5.
- Winn, Jennifer L. and Berglund, Brian W.**—Employee Benefit Aspects of the Sarbanes-Oxley Act of 2002 (with Form). 27, 5, 19.
- Yanni, Palma R.**—Authorized Work On Non-Work Visas: Visitors, Students, and Trainees. 26, 4, 21.

## SUBJECTS

### COMMERCIAL LENDING AND FINANCE

- Bankruptcy And Defined Benefit Pension Plans. Gary M. Ford and Michael J. Prame. 27, 6, 45.
- Sample Form of Revised UCC Article 9 Security Agreement and Perfection Certificate. Edwin E. Smith. 26, 3, 37.

### CORPORATE LAW

- The CPA's Professional Standards: What Are They? Who Sets Them? What Are the Key Issues Today? Sally L. Hoffman. 26, 3, 5.
- Dealing with Employee Benefits and Executive Compensation Issues in Mergers. Michael A. Lawson, Jeleen Guttenberg, and Rhan Soh. 27, 4, 5.
- Dealing with Golden Parachutes Immediately Before and After the Deal Closes. Michael S. Sirkin and Elena Eracleous. 26, 5, 5.
- Disaster and Emergency Planning. Alan B. Hausman. 27, 1, 5.
- How To Handle Corporate Distress Sale Transactions. Corinne Ball. 27, 2, 23.
- Investment Company Shareholder Meetings and Shareholder Voting. Julie Allecta. 26, 6, 5.

The Sarbanes-Oxley Act of 2002, Whistleblowing and Other Areas of Concern for Employers. Joseph Z. Fleming. 27, 4, 43.

#### **EMPLOYMENT LAW**

Authorized Work On Non-Work Visas: Visitors, Students, and Trainees. Palma R. Yanni. 26, 4, 21.

Dealing with Employee Benefits and Executive Compensation Issues in Mergers. Michael A. Lawson, Jeleen Guttenberg, and Rhan Soh. 27, 4, 5.

Dealing with Golden Parachutes Immediately Before and After the Deal Closes. Michael S. Sirkin and Elena Eracleous. 26, 5, 5.

ERISA Enforcement of Nonqualified Executive Compensation Arrangements. Susan Katz Hoffman. 26, 1, 21.

The Sarbanes-Oxley Act of 2002, Whistleblowing and Other Areas of Concern for Employers. Joseph Z. Fleming. 27, 4, 43.

Wage Hour Laws: Avoiding the Quicksand and Land Mines. Peter M. Panken and Lauri F. Rasnick 26, 4, 31.

#### **ENVIRONMENTAL LAW**

Resolving Environmental Insurance Claims: Key Issues from the Policyholder's Perspective. Gita F. Rothschild. 26, 1, 5.

#### **HEALTH LAW**

HIPAA Standards for Electronic Transactions. Greta E. Cowart. 27, 5, 49.

HIPAA's Final Security Regulations For Electronic Protected Health Information (with Charts). 27, 6, 5.

#### **IMMIGRATION LAW**

Authorized Work On Non-Work Visas: Visitors, Students, and Trainees. Palma R. Yanni. 26, 4, 21.

#### **INSURANCE**

Insurance Coverage for Internet and Computer-Related Claims. Joshua Gold. 26, 2, 5.

Resolving Environmental Insurance Claims: Key Issues from the Policyholder's Perspective. Gita F. Rothschild. 26, 1, 5.

#### **INTELLECTUAL PROPERTY**

Guess What? Fair Use Isn't, Disparagement Is, And Parody Might Be Trademark Infringement. 27, 6, 35.

Protection of Intangible Business Assets: Trade Secrets in the Age of Federal Computer Legislation. Edward T. Ellis. 27, 1, 41.

Selecting and Searching Trademarks. 27, 5, 5.

#### **INTERNET**

HIPAA Standards for Electronic Transactions. Greta E. Cowart. 27, 5, 49.

HIPAA's Final Security Regulations For Electronic Protected Health Information (with Charts). 27, 6, 5.

Insurance Coverage for Internet and Computer-Related Claims. Joshua Gold. 26, 2, 5.

Internet Communications Between Broker-Dealers and Their Clients. Christopher Gilkerson. 26, 5, 37.

Regulation D Offerings and the Internet. Sylvia M. Mahaffey. 27, 3, 39.

#### **LIMITED LIABILITY COMPANY LAW**

A Model Limited Liability Company Operating Agreement. Stuart Levine. 26, 6, 21.

#### **MERGERS AND ACQUISITIONS**

Consolidated Return Issues for Buyers and Sellers in M&A Transactions. Michael L. Schler. 27, 1, 15.

Dealing with Employee Benefits and Executive Compensation Issues in Mergers. Michael A. Lawson, Jeleen Guttenberg, and Rhan Soh— 27, 4, 5.

Dealing with Golden Parachutes Immediately Before and After the Deal Closes. Elena Eracleous. 26, 5, 5.

Section 363 Issues—Acquiring Troubled Companies and Assets. Barbara J. Houser and Douglas Wade Carvell. 26, 1, 35 (Part 1); 26, 2, 25. (Part 2).

#### **REAL ESTATE**

New Rules Likely to Increase Use of Tenancy-in-Common Ownership in Like-Kind Exchanges. Richard M. Lipton. 27, 2, 39.

#### **RETIREMENT PLANS**

Bankruptcy And Defined Benefit Pension Plans. Gary M. Ford and Michael J. Prame. 27, 6, 45.

Current Issues and Procedures for Section 401(K) Plans. Constance M. Hiatt. 26, 2, 45.

Employee Benefit Aspects of the Sarbanes-Oxley Act of 2002 (with Form). Brian W. Berglund and Jennifer L. Winn. 27, 5, 19.

Retirement Plans for Corporate Directors, Consultants, and Other Self-Employed Individuals. Pamela D. Perdue. 27, 2, 5.

What Kind of Plan Does a Small Business or Professional Client Need?. David A. Duff. 27, 3, 27.

### **SECURITIES LAW**

Bank Securities, Mutual Fund, and Common Trust Fund Provisions of the Gramm-Leach-Bailey Act. Martin E. Lybecker. 27, 3, 5.

Internet Communications Between Broker-Dealers and Their Clients. Christopher Gilkerson. 26, 5, 37.

Investment Company Shareholder Meetings and Shareholder Voting. Julie Allecta. 26, 6, 5.

Private Placement Due Diligence Checklists. Hugh H. Makens. 27, 4, 29.

Regulation D Offerings and the Internet. Sylvia M. Mahaffey and Lilyanna L. Peyser. 27, 3, 39.

The Sarbanes-Oxley Act of 2002, Whistleblowing and Other Areas of Concern for Employers. Joseph Z. Fleming. 27, 4, 43.

### **TAXATION**

New Rules Likely to Increase Use of Tenancy-in-Common Ownership in Like-Kind Exchanges. Richard M. Lipton. 27, 2, 39.

## **FORMS**

### **BUSINESS FORMS**

HIPAA Electronic Protected Information Compliance Charts. 27, 6, 28.

Model Regulatory Blackout Period Notice (Sarbanes-Oxley). 27, 5, 46.

A Model Limited Liability Company Operating Agreement. 26, 6, 21.

### **UCC**

UCC Sample Form of Revised UCC Article 9 Security Agreement and Perfection Certificate. 26, 3, 37.

To purchase the online version of this index, go to [www.ali-aba.org](http://www.ali-aba.org)  
and click on "Articles and Forms Online"



